

Anti-Bribery Policy

(as approved by the Board on 19 June 2023)

Ethical Commitment

The *French International School “Victor Segalen” Association Limited* (the “**School**”) regards honesty, integrity and ethics as our core values that must be upheld by directors and staff of the School at all times. This policy sets out the basic standard of conduct expected of all directors and staff, and the School’s policy on acceptance of advantage when dealing with the School’s business.

Scope

This policy applies to all directors and staff, including part-time staff.

Prevention of Bribery

1. The School prohibits all forms of bribery and corruption. Directors and staff are prohibited from soliciting, accepting or offering any bribe in conducting the School’s business or affairs, whether in Hong Kong or elsewhere. In conducting the business or affairs of the School, they must comply with the Prevention of Bribery Ordinance (“**POBO**”) of Hong Kong and must not:

- (a) solicit or accept any advantage from others as a reward for or inducement to doing any act or showing favour in relation to the School’s business or affairs, or offer any advantage to an agent of another as a reward for or inducement to doing any act or showing favour in relation to his principal’s business or affairs;
- (b) offer any advantage to any public servant (including any Government or public body employee) as a reward for or inducement to his performing any act in his official capacity or his showing any favour or providing any assistance in business dealing with the Government or public body; or
- (c) offer any advantage to any staff of a Government department or public body while they are having business dealing with the latter.

(The relevant provisions of the POBO are at **Annex 1**.)

Acceptance of Advantage

2. It is the School's policy that directors and staff should not solicit or accept any advantage for themselves or others, from any person, company or organization having business dealings with the School or any subordinate, except that they may accept (but not solicit) the following when offered on a voluntary basis:

- (a) advertising or promotional gifts or souvenirs of a nominal value; or
- (b) gifts given on festive or special occasions, subject to a maximum limit of HKD800.00 in value;
- (c) discounts or other special offers given by any person or company to them as customers, on terms and conditions equally applicable to other customers in general;
- (d) end-of-year gifts given to class teachers by parents of children in the relevant class, provided these are offered by the parents collectively in a way such that individual parents cannot be identified; or
- (e) Food and/or drink whether at a restaurant, café, club or otherwise subject to a maximum limit of HKD800.00 per person in value.

3. End-of-year gifts offered by parents individually or by a smaller group of identified parents should be refused unless they fall within a sub-clause of paragraph 2.

4. If a staff member wishes to accept any advantage not covered in paragraph 2, he/she should also seek permission from the Human Resources Director using Form A (**Annex 2**). If the staff member receiving the gift or food/drink is the Human Resources Director, then Form A shall be submitted to the Head of School instead. If the staff member receiving the gift or food/drink is the Head of School, then Form A shall be submitted to board chair.

5. If a director wishes to accept any advantage not covered in paragraph 2, he/she should also seek permission from the board chair and vice-chair using Form A (**Annex 2**). If the advantage concerns both board chair and vice-chair, then Form A shall be submitted to the Governance committee instead.

6. However, a director or staff member should decline an offer of advantage if acceptance could affect his objectivity in conducting the School's business or induce him to act against the interest of the School, or acceptance will likely lead to perception or allegation of impropriety.

7. If a director or staff member has to act on behalf of a client in the course of carrying out the School's business, he should also comply with any additional restrictions on acceptance of advantage that may be set by the client (e.g. directors and staff members

performing any duties under a government or public body contract will normally be prohibited from accepting advantages in relation to that contract).

Offer of Advantage

8. Directors and staff are prohibited from offering advantages to any director, staff member or agent of another company or organisation, for the purpose of influencing such person in any dealing, or any public official, whether directly or indirectly through a third party, when conducting the School's business. Even when an offer of advantage carries no intention of improper influence, it should be ascertained that the intended recipient is permitted by his employer/principal to accept it under the relevant circumstance before the advantage is offered.

Entertainment

9. Although entertainment¹ is an acceptable form of business and social behaviour, a director or staff member should avoid accepting lavish or frequent entertainment from persons with whom the School has business dealing (e.g. suppliers or contractors) or from his subordinates to avoid placing himself in a position of obligation.

Records, Accounts and Other Documents

10. Directors and staff should ensure that all records, receipts, accounts or other documents they submit to the School give a true representation of the facts, events or business transactions as shown in the documents. Intentional use of documents containing false information to deceive or mislead the School, regardless of whether there is any gain or advantage involved, may constitute an offence under the POBO.

Compliance with Laws of Hong Kong and in Other Jurisdictions

11. Directors or staff must comply with all local laws and regulations when conducting the School's business, and also those in other jurisdictions when conducting business there or where applicable².

Gambling

12. Directors and staff are advised not to engage in frequent gambling activities (e.g. mahjong) with persons having business dealings with the Company.

¹ According to the POBO, "entertainment" means the provision of food or drink, for consumption on the occasion when it is provided, and of any other entertainment connected with or provided at the same time as the provision of food or drink.

² Some other countries' anti-bribery laws have provisions with extra-territorial effect, e.g. the UK's Bribery Act 2010, the USA's Foreign Corrupt Practices Act.

Compliance with the Policy

13. It is the responsibility of every director and staff member of the School to understand and comply with this Policy, whether performing his duties of the School in or outside Hong Kong. Managers and supervisors should also ensure that the staff under their supervision understand well and comply with this Policy.

Consequences of non-compliance

14. Any director or staff member in breach of this Policy will be subject to disciplinary action, up to and including termination of appointment. Any enquiries about this Policy and submission of forms should be made to the Human Resources Director. In cases of suspected corruption or other criminal offences, or reports of possible breaches of this Policy, a report should be made to the General Counsel.

Annex 1

Extracts of the Prevention of Bribery Ordinance (Cap. 201)

Section 9

(1) Any agent who, without lawful authority or reasonable excuse, solicits or accepts any advantage as an inducement to or reward for or otherwise on account of his –

- (a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or
- (b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,

shall be guilty of an offence.

(2) Any person, who, without lawful authority or reasonable excuse, offers any advantage to any agent as an inducement to or reward for or otherwise on account of the agent's –

- (a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or
- (b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,

shall be guilty of an offence.

(3) Any agent who, with intent to deceive his principal, uses any receipt, account or other document –

- (a) in respect of which the principal is interested; and
- (b) which contains any statement which is false or erroneous or defective in any material particular; and
- (c) which to his knowledge is intended to mislead the principal,

shall be guilty of an offence.

(4) If an agent solicits or accepts an advantage with the permission of his principal, being permission which complies with subsection (5), neither he nor the person who offered the advantage shall be guilty of an offence under subsection (1) or (2).

(5) For the purposes of subsection (4) permission shall –

Section 4

(1) Any person who, whether in Hong Kong or elsewhere, without lawful authority or reasonable excuse, offers any advantage to a public servant as an inducement to or reward for or otherwise on account of that public servant's-

- (a) performing or abstaining from performing, or having performed or abstained from performing, any act in his capacity as a public servant;
- (b) expediting, delaying, hindering or preventing, or having expedited, delayed, hindered or prevented, the performance of an act, whether by that public servant or by any other public servant in his or that other public servant's capacity as a public servant; or
- (c) assisting, favouring, hindering or delaying, or having assisted, favoured, hindered or delayed, any person in the transaction of any business with a public body,

shall be guilty of an offence.

(3) If a public servant other than a prescribed officer solicits or accepts an advantage with the permission of the public body of which he is an employee being permission which complies with subsection (4), neither he nor the person who offered the advantage shall be guilty of an offence under this section.

Section 8

(1) Any person who, without lawful authority or reasonable excuse, while having dealings of any kind with the Government through any department, office or establishment of the Government, offers any advantage to any prescribed officer employed in that department, office or establishment of the Government, shall be guilty of an offence.

(2) Any person who, without lawful authority or reasonable excuse, while having dealings of any kind with any other public body, offers any advantage to any public servant employed by that public body, shall be guilty of an offence.

- (a) be given before the advantage is offered, solicited or accepted; or
- (b) in any case where an advantage has been offered or accepted without prior permission, be applied for and given as soon as reasonably possible after such offer or acceptance,

and for such permission to be effective for the purposes of subsection (4), the principal shall, before giving such permission, have regard to the circumstances in which it is sought.

Extracts of the Prevention of Bribery Ordinance (Cap. 201)

Section 2

“Advantage” means :

- (a) any gift, loan, fee, reward or commission consisting of money or of any valuable security or of other property or interest in property of any description;
- (b) any office, employment or contract;
- (c) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
- (d) any other service, or favour (other than entertainment), including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted;
- (e) the exercise or forbearance from the exercise of any right or any power or duty; and
- (f) any offer, undertaking or promise, whether conditional or unconditional, of any advantage within the meaning of any of the preceding paragraphs (a), (b), (c), (d) and (e),

but does not include an election donation within the meaning of the Elections (Corrupt and Illegal Conduct) Ordinance (Cap. 554), particulars of which are included in an election return in accordance with that Ordinance.

“Entertainment” means :

The provision of food or drink, for consumption on the occasion when it is provided, and of any other entertainment connected with, or provided at the same time as, such provisions.

Section 19

In any proceedings for an offence under this Ordinance, it shall not be a defence to show that any such advantage as is mentioned in this Ordinance is customary in any profession, trade, vocation or calling.